

MIDA BOND HOST APPROVAL
DAKOTA BOYS AND GIRLS RANCH FOUNDATION
(Jim Stewart)

SUGGESTED MOTION:

Move to adopt Resolution #2022-05, Resolution approving the Issuance of Bonds by the City of Frontier, North Dakota, on behalf of Dakota Boys and Girls Ranch Foundation under the Municipal Industrial Development Act and authorizing the execution of an agreement.

**RESOLUTION APPROVING THE ISSUANCE OF BONDS
BY THE CITY OF FRONTIER, NORTH DAKOTA,
ON BEHALF OF DAKOTA BOYS AND GIRLS RANCH FOUNDATION
UNDER THE MUNICIPAL INDUSTRIAL DEVELOPMENT ACT AND
AUTHORIZING THE EXECUTION OF AN AGREEMENT**

BE IT RESOLVED by the County Commission (the “Commission”) of Cass County, North Dakota (the “County”), as follows:

SECTION 1. RECITALS AND FINDINGS.

1.1. Dakota Boys and Girls Ranch Foundation, a North Dakota nonprofit corporation (the “Corporation”), has requested that the City of Frontier, North Dakota (the “City”) issue its revenue bonds, in one or more series (the “Bonds”) for the benefit of the Corporation in the aggregate principal amount not to exceed \$2,550,000 for the purposes of financing the acquisition of a warehouse and functionally related facilities located at 405 14th Street North and 1321 4th Avenue North, Fargo, North Dakota (the “Project”) and paying the costs of issuance of the Bonds.

1.2. The Corporation has proposed that the County and the City enter into an agreement under Section 40-57-03, Subsections 1 and 8 of the Act, which permit facilities located within the boundaries of the County to be financed by the City if an agreement is entered into between the County and the City.

1.3. At a public hearing held on the date hereof, all parties who appeared at the hearing were given an opportunity to express their views with respect to the proposal to finance the Project through the issuance of revenue bonds under the Act by the City of Frontier, and interested persons were given the opportunity to submit written comments to the County Auditor before the time of the hearing.

SECTION 2. APPROVAL AND AUTHORIZATION.

2.1. The County hereby approves and authorizes the issuance of the Bonds by the City of Frontier under the Act, in one or more series and the use the proceeds thereof to finance the Project and pay the costs of issuance. Such Bonds may be issued on such terms and conditions as the City of Frontier, the Corporation and the purchaser of the Bonds may deem desirable and without further approval or consent of this Commission.

2.2. The Intergovernmental Agreement is hereby approved in substantially the form now on file in the office of the County Auditor, and the Chair and County Auditor of the County are authorized to execute the same in the name of and on behalf of the County. In the event of the disability or the resignation or other absence of the Chair or County Auditor of the County, such other officers of the County who may act in their behalf shall without further act or authorization of the County do all things and execute all instruments and documents required to be done or to be executed by such absent or disabled officials. The approval hereby given to the Agreement includes approval of such additional details therein as may be necessary and appropriate and such

modifications thereof, deletions therefrom and additions thereto as may be necessary and appropriate and approved by the States Attorney and by the County officials authorized herein to execute the Agreement prior to their execution; and such County officials are hereby authorized to approve said changes on behalf of the County.

2.3. Neither this approval nor any actions, agreements, or legal matters related hereto or executed in pursuance hereof, shall in any manner or form create an indebtedness or liability of the County, but is solely an accommodation by the County to satisfy the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended. The Bonds, if and when issued, will not constitute a charge, lien or encumbrance upon any property of the County and such obligations will not be a charge against the general credit or taxing powers of the County but will be payable from sums paid by the Corporation. The Corporation has agreed and it is hereby determined that any and all costs incurred by the County in connection with the issuance of the Bonds will be paid by the Corporation.

Adopted by the County Commission of Cass County on this 18th day of April, 2022.

Chair

ATTEST:

County Auditor

Commissioner _____ moved the adoption of the above resolution;
Commissioner _____ seconded the motion and, upon a vote being taken
thereon, the following voted in favor: _____
_____ ; the following voted against: _____ ; and the following were absent: _____
_____ whereupon the Resolution was declared duly passed and adopted.

INTERGOVERNMENTAL AGREEMENT

THIS INTERGOVERNMENTAL AGREEMENT, dated as of May 1, 2022, is entered into by and between **CASS COUNTY, NORTH DAKOTA** (“Cass County”), and the **CITY OF FRONTIER, NORTH DAKOTA** (the “City of Frontier” and together with Cass County, the “Political Subdivisions”).

RECITALS:

The Political Subdivisions are each authorized pursuant to Chapter 40-57 of the North Dakota Century Code (the “Act”) to issue revenue bonds and to loan the proceeds thereof to a contracting party to finance revenue producing facilities that the governing body determines to be necessary or desirable and in furtherance of the public health or welfare.

Dakota Boys and Girls Ranch Foundation, a North Dakota nonprofit corporation (the “Corporation”), has requested the City of Frontier to issue Facilities Revenue Bonds (Dakota Boys and Girls Ranch Foundation Project) Series 2022 (the “Bonds”) in the amount not to exceed \$2,450,000 for the purposes of financing the acquisition of a warehouse and functionally related facilities to be located at 405 14th Street North and 1321 4th Avenue North, Fargo, North Dakota (the “Project”) and paying the costs of issuance.

Section 40-57-03, subsections (1) and (8) of the Act authorize municipalities to enter into and perform agreements with other municipalities concerning the planning, construction, lease, or other acquisition and financing of a project, including an agreement whereby a municipality issues its revenue bonds to finance a project located within the boundaries of another municipality.

The governing bodies of the Political Subdivisions have each held public hearings regarding the issuance of the Bonds to finance the Project and following the public hearings have given approval to the Project, the issuance of the Bonds under the Act by the City of Frontier and the execution and delivery of this Intergovernmental Agreement.

The Political Subdivisions have determined that an intergovernmental approach should be taken concerning the financing of the Project and that it is in the best interests of the Political Subdivisions and the Corporation to finance the Project by the Bonds to be issued by the City of Surrey.

NOW, THEREFORE, THE POLITICAL SUBDIVISIONS AGREE AS FOLLOWS:

SECTION 1. AUTHORITY FOR INTERGOVERNMENTAL AGREEMENT. This Intergovernmental Agreement is authorized by Section 40-57-03, subsections (1) and (8) of the Act, which authorize a municipality to issue revenue bonds to finance projects located within the boundaries of one or more other municipalities.

SECTION 2. PURPOSE OF THE INTERGOVERNMENTAL AGREEMENT. The purpose of this Intergovernmental Agreement is to permit the financing of the Project located in Cass County through Bonds to be issued by the City of Frontier.

SECTION 3. TERMS OF THE INTERGOVERNMENTAL AGREEMENT. Cass County hereby consents to the issuance of the Bonds by the City of Frontier to finance the Project located within the boundaries of Cass County. The City of Frontier may authorize, execute and deliver the Bonds, the loan agreement and any other necessary documents on such terms and conditions as it may deem desirable without further approval or consent from Cass County. The Bonds and all of the other documents, agreements and certifications may be entered into and executed solely by authorized officers of the City of Frontier.

SECTION 4. NO LIABILITY. Neither this Intergovernmental Agreement nor any actions, agreements, or legal matters related hereto or in pursuance hereof, shall in any manner or form create an indebtedness or liability of the Political Subdivisions. The Bonds shall be special, limited obligations of the City of Frontier payable solely from proceeds, revenues and other amounts specifically pledged thereto. The Bonds and the interest thereon shall neither constitute nor give rise to a pecuniary liability, general or moral obligation or a pledge of the full faith or credit of the Political Subdivisions, the State of North Dakota or any political subdivision thereof.

SECTION 5. INDEMNIFICATION. The Corporation hereby agrees to jointly and severally indemnify and hold the Political Subdivisions harmless from any and all claims, demands, lawsuits, administrative or regulatory actions or investigations initiated toward or against the Political Subdivisions as a result of the issuance of the Bonds, including any post-compliance obligations related thereto, and has agreed or will agree to fully reimburse the Political Subdivisions for any and all costs, including attorneys' fees or other professional fees, incurred by the Political Subdivisions in responding to such claims, demands, lawsuits, administrative or regulatory actions or investigations.

SECTION 6. TERMINATION. This Intergovernmental Agreement shall terminate upon the retirement or defeasance of the last outstanding Bond and this Intergovernmental Agreement may not be terminated in advance of such retirement or defeasance.

IN WITNESS WHEREOF, duly authorized officers of the Political Subdivisions have executed this Intergovernmental Agreement as of the date set forth above.

CASS COUNTY, NORTH DAKOTA

By: _____
Chair

ATTEST:

By: _____
County Auditor

**CITY OF FRONTIER,
NORTH DAKOTA**

By: _____
Mayor

ATTEST:

By: _____
City Auditor

[Signature Page to Intergovernmental Agreement)

Dakota Boys and Girls Ranch Foundation agrees to be bound by the provisions of Section 5 of this Intergovernmental Agreement.

**DAKOTA BOYS AND GIRLS RANCH
FOUNDATION**

By: _____
President

[Signature Page to Intergovernmental Agreement)

**NOTICE OF PUBLIC HEARING ON THE ISSUANCE
OF FACILITIES REVENUE BONDS UNDER THE
MUNICIPAL INDUSTRIAL DEVELOPMENT ACT OF 1955
(DAKOTA BOYS AND GIRLS RANCH FOUNDATION PROJECT)**

NOTICE IS HEREBY GIVEN that the County Commission of Cass County, North Dakota (the “County”), will meet on April 18, 2022, at 3:30 p.m. in the County Courthouse, 211 9th Street South, Fargo, North Dakota, for the purpose of conducting a public hearing on a proposal that the City of Frontier, North Dakota (the “City”) issue revenue bonds in one or more series under the Municipal Industrial Development Act of 1955, Chapter 40-57, N.D.C.C. to finance a project located in Cass County.

Proceeds of the Bonds will be used for the purpose of financing the acquisition of a warehouse and functionally related facilities located at 405 14th Street North and 1321 4th Avenue North, Fargo, North Dakota (the “Project”) and paying the costs of issuing the Bonds. The Project will be owned and operated by Dakota Boys and Girls Ranch Foundation, a North Dakota nonprofit corporation (the “Corporation”). The amount of the proposed bond issue will not exceed \$2,550,000.

The bonds and the interest thereon will be limited obligations of the City payable solely from the revenue payable by the Corporation and pledged to the payment thereof. No holder of any such bonds shall ever have the right to compel any exercise of the taxing power of the City or the County to pay the bonds, or the interest thereon, nor to enforce payment against any property of the City or the County.

Dakota Boys and Girls Ranch Foundation is engaged in providing treatment and education facilities for children and their families and competitors are hereby notified of that fact pursuant to Chapter 40-57, N.D.C.C. All persons interested may appear and be heard at the time and place set forth above or may submit their views in writing prior to the time of the hearing.